



C/007/038 Incoming

cc: Steve A.

Dana

RECEIVED

AUG 04 2015

DIV. OF OIL, GAS &amp; MINING

**FAX COVER SHEET**

**In re Alpha Natural Resources, Inc., et al.,  
Case No. 15-33896  
USBC, Eastern District of Virginia, Richmond Division**

**\*\*\*Important Bankruptcy Filing Information\*\*\*****TO:**

STATE OF UTAH

**FAX NUMBER:** 18013593940**FROM:****KCC****[PROPOSED] CLAIMS AND NOTICING AGENT****P: 888- 249-2703****Email: [AlphaNRinfo@kccllc.com](mailto:AlphaNRinfo@kccllc.com)****Website: [www.kccllc.net/alpharestructuring](http://www.kccllc.net/alpharestructuring)****DOCUMENT NAME:**

Motion for Order (A) Scheduling an Expedited Hearing [DN 32]; Notice of Ch11 Filing and of Hearing on First Day Motions [DN 33] and Proposed First Day Agenda [DN 34]

**TOTAL PAGES:** 36 (including this cover)

**URGENT:** Attached please find an important document relating to the recently filed Chapter 11 Bankruptcy proceedings of Alpha Natural Resources, Inc., et al., (Case No. 15-33896) pending in the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division. To view the document(s) referenced in the attached please visit [www.kccllc.net/alpharestructuring](http://www.kccllc.net/alpharestructuring) or email your request to [AlphaNRinfo@kccllc.com](mailto:AlphaNRinfo@kccllc.com).

**If the transmission is interrupted or of poor quality, please notify us immediately at 310-776-7336. You can also access the full document under the Court Documents button at [www.kccllc.net/alpharestructuring](http://www.kccllc.net/alpharestructuring).**

**DISCLAIMER**

The information contained in this facsimile and any attachments is confidential and may be legally privileged. It is intended for the recipient and its authorized agents only. This facsimile has been prepared using information believed by the author to be reliable and accurate, but Kurtzman Carson Consultants LLC ("KCC") makes no warranty or representation, express or implied, as to its accuracy, completeness, or freedom from errors in transmission. KCC is not liable for any loss or damage in connection with any transmission sent to you via facsimile. Unless otherwise stated, any opinions expressed herein are those solely of the author and do not necessarily reflect those of KCC, its affiliates or employees. If you have received this facsimile and are not the intended recipient, please contact the sender immediately at the phone number below and destroy any copies you may have received.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 1 of 23

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**MOTION OF THE DEBTORS FOR THE  
ENTRY OF AN ORDER (A) SCHEDULING AN EXPEDITED  
HEARING ON FIRST DAY MOTIONS FILED BY THE DEBTORS  
AND (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Alpha Natural Resources, Inc. ("ANR") and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent as follows:

**Background**

1. On the date hereof (the "Petition Date"), the Debtors commenced their reorganization cases by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). By a motion filed on the Petition Date, the Debtors have requested that their chapter 11 cases be consolidated for procedural purposes only

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 2 of 23

and administered jointly. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. A comprehensive description of the Debtors' businesses and operations, capital structure and the events leading to the commencement of these chapter 11 cases can be found in the declarations of (a) Kevin S. Crutchfield, Chief Executive Officer and Chairman of the Board of Directors of ANR, and (b) Philip J. Cavatoni, Executive Vice President and Chief Financial and Strategy Officer of ANR in support of the Debtors' "first day" pleadings (together, the "First Day Declarations"), which were filed contemporaneously herewith and which are incorporated by reference.

#### **Jurisdiction**

3. This Court has subject matter jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

#### **Relief Requested**

4. By this Motion and the *Certification of Henry P. (Toby) Long, III Regarding Request for Expedited Hearing* attached hereto as Exhibit D (the "Long Certification"), the Debtors are seeking the entry of an order, substantially in the form attached hereto as Exhibit A, pursuant to Rule 9013-1(M) and (N) of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Bankruptcy Rules"): (a) scheduling an expedited hearing on certain of the first day motions (collectively, the "First Day Motions") filed by the Debtors contemporaneously herewith, as set forth in the proposed first day agenda attached hereto as Exhibit B (in which the Debtors also indicate whether they

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 3 of 23

are seeking an interim or final order on each First Day Motion) and (b) approving the form and manner of notice thereof (the "First Day Notice"), which is attached hereto as Exhibit C.

### Argument

5. Local Bankruptcy Rule 9013-1 allows the setting of a hearing on an expedited basis, provided that the certification required pursuant to Local Bankruptcy Rule 9013-1(N) accompanies and supports such a request.<sup>1</sup>

6. On the Petition Date, the Debtors filed the First Day Motions to be heard by this Court on an expedited basis. As described in detail in each of the First Day Motions and the First Day Declarations, the relief requested in the First Day Motions is essential to maintaining the efficient functioning of the Debtors' business and preserving and thereby maximizing the value of the Debtors' estates. Accordingly, the Debtors believe that the First Day Motions involve matters that require an expedited, emergency hearing and respectfully request that the Court schedule such a hearing on each of the First Day Motions to be conducted on the Petition Date or as soon as possible thereafter.

7. To allow the relief sought in the First Day Motions to be heard in an expedited manner, the Debtors respectfully request that the Court enter the order attached hereto as Exhibit A, setting a first day hearing before the Court (the "First Day Hearing") on the First Day Motions. A certification of the exigent nature of the relief requested herein is attached hereto as Exhibit D.

8. Courts in this districts have granted similar relief concerning expedited consideration of first day motions in other large chapter 11 cases. See, e.g., In re Morris

---

<sup>1</sup> Where Rules 6004, 6005 or 6006 of the Federal Rules of Bankruptcy Procedure require a special showing by the Debtors, the details specifically making that showing are in the applicable First Day Motion or in the First Day Declarations.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 4 of 23

| Schneider | Wittstadt Va., PLLC, No. 15-33370 (KLP) (Bankr. E.D. Va. July 6, 2015);  
In re Health Diagnostic Lab., Inc., No. 15-32919 (KRH) (Bankr. E.D. Va. June 9, 2015);  
In re Patriot Coal Corp., No. 15-32450 (KLP) (Bankr. E.D. Va. May 12, 2015); In re AMI  
Bowling Worldwide, Inc., No. 12-36495 (KRH) (Bankr. E.D. Va. Nov. 13, 2012); In re James  
River Coal Co., No. 14-31848 (KRH) (Bankr. E.D. Va. Apr. 9, 2014); In re Movie Gallery, Inc.,  
No. 10-30696 (KLP) (Bankr. E.D. Va. Feb. 3, 2010); In re Canal Corp. (f/k/a Chesapeake Corp.),  
No. 08-36642 (DOT) (Bankr. E.D. Va. Dec. 30, 2008); In re LandAmerica Fin. Group, Inc.,  
No. 08-35994 (KRH) (Bankr. E.D. Va. Nov. 28, 2008).

**Waiver of Separate Memorandum of Points and Authorities**

9. The Debtors respectfully request that the Court regard any argument and citations set forth herein as a written memorandum of facts, reasons and authorities that has been combined with the relief requested herein, as permitted by Local Bankruptcy Rule 9013-1(G)(1). Alternatively, the Debtors respectfully request that the Court waive any requirement set forth in Local Bankruptcy Rule 9013-1(G)(1) that this Motion be accompanied by such a written memorandum.

**Notice of First Day Hearing**

10. Immediately upon filing this Motion, it will be served on the First Day Notice Parties (as defined below) via e-mail or facsimile where such information is known to the Debtors, and will otherwise be served by hand delivery or overnight carrier. The Debtors propose to serve the First Day Notice on: (a) the Office of the United States Trustee for the Eastern District of Virginia; (b) Davis Polk & Wardwell LLP and McGuireWoods LLP, as co-counsel to Citibank, N.A., as administrative and collateral agent under the proposed postpetition credit facility, and Citicorp North America, Inc., as administrative and collateral agent under the Debtors' prepetition secured credit facility; (c) Kirkland & Ellis LLP, as counsel

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 5 of 23

to the Second Lien Noteholder Group; (d) the indenture trustees for the Debtors' secured and unsecured notes (and counsel, where known); (e) counsel to General Electric Credit Corporation, as administrative agent under the Debtors' prepetition secured accounts receivable facility; (f) the creditors holding the 50 largest unsecured claims against the Debtors' estates on a consolidated basis; (g) the United Mine Workers of America; (h) any entity affected by the relief requested in the First Day Motions ((a) through (h) collectively, the "First Day Notice Parties"); and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002 as of the time of service (any such party, a "Rule 2002 Party"). The Debtors submit that no other or further notice need be provided.

**No Prior Request**

11. No prior request for the relief sought in this Motion has been made to this or any other Court in connection with these chapter 11 cases.

*[Remainder of the page intentionally left blank]*

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 6 of 23

WHEREFORE, the Debtors respectfully request that the Court (i) enter an order in each of the above-captioned cases substantially in the form attached hereto as Exhibit A, granting the relief requested herein; and (ii) grant such other and further relief to the Debtors as the Court may deem proper.

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

J.R. Smith (VSB No. 41913)

Henry P. (Toby) Long, III (VSB No. 75134)

Justin F. Paget (VSB No. 77949)

HUNTON & WILLIAMS LLP

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219

Telephone: (804) 788-8200

Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)

Carl E. Black (*pro hac vice* pending)

Thomas A. Wilson (*pro hac vice* pending)

JONES DAY

North Point

901 Lakeside Avenue

Cleveland, Ohio 44114

Telephone: (216) 586-3939

Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main  
Document Page 7 of 23

**EXHIBIT A**

Proposed Order



Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 8 of 23

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**ORDER (A) SCHEDULING AN EXPEDITED  
HEARING ON FIRST DAY MOTIONS FILED BY THE DEBTORS  
AND (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

This matter coming before the Court on the Motion of the Debtors for the Entry of an Order (A) Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors and (B) Approving the Form and Manner of Notice Thereof (the "Motion"),<sup>1</sup> filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion, the First Day Declarations and the Long Certification, attached to the Motion as Exhibit D; and the Court having found that (a) the Court has jurisdiction over this

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 9 of 23

matter pursuant to 28 U.S.C. § 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (c) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, (d) notice of the Motion was sufficient under the circumstances and (e) the exigency of the situation justifies an immediate hearing on the First Day Motions; and the Court having determined that the legal and factual bases set forth in the Motion, the First Day Declarations and the Long Certification establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Court shall hear the First Day Motions at \_\_\_\_\_ on \_\_\_\_\_, 2015 at Courtroom \_\_\_\_\_ of the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division, 701 East Broad Street, 5th Floor, Richmond, Virginia 23219.
3. The First Day Notice attached to the Motion as Exhibit C is approved in all respects.
4. Service of the First Day Notice on the First Day Notice Parties and any Rule 2002 Parties by facsimile transmission or e-mail transmission (and by hand delivery or overnight carrier where facsimile or e-mail information is not known to the Debtors) is adequate and appropriate notice of the Debtors' chapter 11 cases under the circumstances.
5. The requirement under Local Bankruptcy Rule 9013-1(f) to file a memorandum of law in connection with the Motion is hereby waived to the extent necessary.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 10 of 23

6. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: \_\_\_\_\_, 2015  
Richmond, Virginia

UNITED STATES BANKRUPTCY JUDGE

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main  
Document Page 11 of 23

WE ASK FOR THIS:

Respectfully submitted,

/s/ Henry P. (Toby) Long, III  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

and

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

*Proposed Counsel to the Debtors  
and Debtors in Possession*

**CERTIFICATION OF ENDORSEMENT  
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main  
Document Page 12 of 23

**EXHIBIT B**

Proposed First Day Agenda

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 13 of 23

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,  
Debtors.

Chapter 11

Case No. 15-\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**PROPOSED FIRST DAY AGENDA**

Location of Hearing: Courtroom of the Honorable \_\_\_\_\_, Courtroom \_\_\_\_ of  
the United States Bankruptcy Court for the Eastern District of  
Virginia, Richmond Division, 701 East Broad Street, 5th Floor,  
Richmond, Virginia 23219.

**I. Introduction**

**Introductory Presentation**

1. **"Pro Hac Vice Motions"** — Motion For Admission to Practice, *Pro Hac Vice*, Under Local Bankruptcy Rule 2090-1(F)(2) (Final Order);
2. **"First Day Declarations"**
  - a. Declaration of Kevin S. Crutchfield, Chief Executive Officer and Chairman of the Board of Directors of Debtor Alpha Natural Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession; and
  - b. Declaration of Philip J. Cavatoni, Executive Vice President & Chief Financial and Strategy Officer of Debtor Alpha Natural

Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession;

3. **"Joint Administration"** — Motion of the Debtors, Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, for an Order Directing the Joint Administration of their Chapter 11 Cases (Final Order);

## II. First Day Matters

### Procedural and Administrative Pleadings

4. **"Consolidated Lists"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 342 and 521(a) of the Bankruptcy Code, and Bankruptcy Rules 1007(a), 2002(a) and 2002(f) and Local Bankruptcy Rules 1007-1 and 2002-1 for an Order (A) Waiving the Requirement that Each Debtor Submit a Formatted Mailing Matrix, (B) Approving the Form and Manner of Notice of the Commencement of the Debtors' Chapter 11 Cases and (C) Authorizing the Filing of a Consolidated List of Top 50 Unsecured Creditors (Final Order);
5. **"Extension for Time to File Schedules"** — Motion of the Debtors for Entry of an Order, Pursuant to Sections 105 and 521 of the Bankruptcy Code, Bankruptcy Rules 1007, 2002, 2015.3 and 9006 and Local Bankruptcy Rule 1007-1 (I) Extending the Time Within Which They Must File Their (A) Schedules of Assets and Liabilities, (B) Schedules of Executory Contracts and Unexpired Leases, (C) Statements of Financial Affairs and (D) Rule 2015.3 Financial Reports; and (II) Waiving Requirement of Filing a List of Equity Security Holders and Providing Notice of Commencement to Equity Security Holders (Final Order);
6. **"Case Management"** — Motion of the Debtors for Entry of an Order Establishing Certain Notice, Case Management and Administrative Procedures (Final Order);
7. **"Claims and Noticing Agent"** — Application of the Debtors, Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 156(c) and Bankruptcy Rule 2002, for an Order Authorizing Retention and Employment of Kurtzman Carson Consultants, LLC as Claims, Ballot and Noticing Agent, *Nunc Pro Tunc* to the Petition Date (Final Order);
8. **"Automatic Stay"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105 of the Bankruptcy Code, for an Order (A) Confirming the Protections of Sections 362, 365 and 525 of the Bankruptcy Code and (B) Granting Certain Related Relief (Final Order);
9. **"Trading Motion"** — Motion of the Debtors Pursuant to Sections 105, 362 and 541 of the Bankruptcy Code, for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of

Equity Securities, (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates and (III) Granting Related Relief (Interim Order);

**Pleadings Regarding Employee Matters**

10. **"Employee Wages and Benefits"** — Motion of Debtors for Interim and Final Orders Authorizing Them to: (A) Pay Prepetition Employee Compensation and Business Expenses; (B) Pay and Honor Employee Medical and Other Benefits; (C) Make Employee Payroll Deductions and Pay Payroll Taxes; (D) Continue Employee Wage and Benefits Programs; and (E) Pay All Costs and Expenses Incident to Any of the Forgoing (Interim Order);

**Pleadings Regarding Business Operations of the Debtors**

11. **"Taxes"** — Motion of the Debtors, Pursuant to Sections 105(a), 363(b), 507(a) and 541 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Certain Prepetition Taxes (Interim Order);
12. **"Insurance"** — Motion of Debtors for Interim and Final Orders Authorizing the Debtors to (I) Maintain, Continue and Renew Their Property, Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements and (II) Honor All Obligations in Respect Thereof (Interim Order);
13. **"Surety Bonds"** — Motion of the Debtors, Pursuant to Sections 363 and 364 of the Bankruptcy Code, for Interim and Final Orders (A) Authorizing the Debtors to Maintain, Continue and Renew their Surety Bond Program and (B) Granting Certain Related Relief (Interim Order);
14. **"Utilities"** — Motion of the Debtors, Pursuant to Section 366 of the Bankruptcy Code, for Interim and Final Orders Establishing Adequate Assurance Procedures with Respect to Their Utility Providers (Interim Order);
15. **"Vendor Comfort"** — Motion of the Debtors for an Order, Pursuant to Sections 105(a), 363(c) and 503(b)(1)(A) of the Bankruptcy Code, Confirming the Administrative Expense Priority Status of the Debtors' Undisputed Obligations for the Postpetition Delivery of Goods and Provision of Services (Final Order);
16. **"Essential Suppliers"** — Motion of the Debtors, Pursuant to Section 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Essential Suppliers and Service Providers (Interim Order);



17. **"Lienholders"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Lien Claimants (Interim Order);
18. **"Customer Obligations"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Obligations to Their Customers (Interim Order);
19. **"Coal Sale Contracts"** — Motion of the Debtors for Interim and Final Orders (A) Authorizing the Debtors to Enter Into and Perform Under Coal Sale Contracts and (B) Granting Certain Related Relief (Interim Order);
20. **"503(b)(9) Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a) and 503 of the Bankruptcy Code and Bankruptcy Rules 3002 and 3003, for an Order Establishing Procedures to Resolve Claims Arising Under Section 503(b)(9) of the Bankruptcy Code (Final Order);
21. **"Reclamation Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a), 362 and 546(c) of the Bankruptcy Code and Bankruptcy Rule 9019(b), for an Order Establishing Procedures for Resolving Reclamation Claims Asserted Against the Debtors (Final Order);

#### **Cash Management and Financing Motions**

22. **"Cash Management"** — Motion of the Debtors, Pursuant to Sections 345, 363(c)(1), 364 and 503(b)(1) of the Bankruptcy Code and Bankruptcy Rules 6003(h) and 6004(h), for Interim and Final Orders: (A) Approving the Continued Use of the Debtors' Cash Management System, Bank Accounts and Business Forms; (B) Granting an Interim Waiver of the Requirements of Section 345(b) and Certain of the U.S. Trustee's Operating Guidelines; (C) Permitting Continued Intercompany Transactions; and (D) Preserving and Permitting the Exercise of Intercompany Setoff Rights; and (E) Authorizing Banks to Honor Certain Transfers and Charge Certain Fees and Other Amounts (Interim Order).
23. **"Motion to Seal"** — Motion of the Debtors Pursuant to Sections 105 and 107 of the Bankruptcy Code and Bankruptcy Rule 9018, to File Under Seal Exhibit F to the Debtors' Motion to Obtain Postpetition Financing (Final Order); and
24. **"DIP Motion"** — Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Pre-Petition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, 364 and 507(b) and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) (Interim Order);

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 17 of 23

Dated: \_\_\_\_\_, 2015  
Richmond, Virginia

Respectfully submitted,

/s/

Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Tohy) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main  
Document Page 18 of 23

**EXHIBIT C**

First Day Notice

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 19 of 23

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin P. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.

Debtors.

Chapter 11

Case No. 15-\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**NOTICE OF CHAPTER 11 FILING AND OF HEARING ON FIRST DAY MOTIONS**

**PLEASE TAKE NOTICE THAT:**

1. On August 3, 2015, Alpha Natural Resources, Inc. and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of Virginia (the "Court").

2. Together with their petitions, the Debtors also filed and requested a prompt Court hearing (the "First Day Hearing") on certain first day motions (collectively, the "First Day Motions") identified on the proposed First Day Agenda attached hereto.

3. The Court has scheduled the First Day Hearing for \_\_\_\_\_, 2015 at \_\_\_\_\_ m. in Courtroom \_\_\_\_\_ of the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division, 701 East Broad Street, 5th Floor, Richmond, Virginia 23219. The First Day Hearing may be adjourned from time to time without further notice other than an announcement at the First Day Hearing.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 20 of 23

4. A copy of each of the First Day Motions can be viewed on the Court's website <https://ecf.vaeb.uscourts.gov> or free of charge at <http://www.kccllc.net/alpharestructuring>.

**Your rights may be affected.** You should read these papers carefully and discuss them with your attorney if you have one in these bankruptcy cases. (If you do not have one in these bankruptcy cases, you may wish to consult one.)

If you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your view on the First Day Motions, you or your attorney must attend the First Day Hearing. **If you or your attorney do not attend the First Day Hearing, the Court may grant the relief requested in the First Day Motions.**

Dated: \_\_\_\_\_, 2015  
Richmond, Virginia

Respectfully submitted,

/s/

Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Pagel (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main  
Document Page 21 of 23

**EXHIBIT D**

Long Certification

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 22 of 23

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-\_\_\_\_ (\_\_\_\_)

(Joint Administration Requested)

**CERTIFICATION OF HENRY P. (TOBY) LONG, III  
REGARDING REQUEST FOR EXPEDITED HEARING**

Contemporaneously herewith, Alpha Natural Resources, Inc. and certain of its domestic subsidiaries, as debtors and debtors in possession in these proceedings (collectively, the "Debtors"), filed (i) the Motion of the Debtors for the Entry of an Order (a) Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors and (b) Approving the Form and Manner of Notice Thereof (the "Motion")<sup>1</sup> and (ii) each of the First Day Motions. In support thereof, and as required by Local Bankruptcy Rule 2013-1(N), the undersigned proposed counsel for the Debtors certifies as follows:

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

Case 15-33896-KRH Doc 32 Filed 08/03/15 Entered 08/03/15 13:29:04 Desc Main Document Page 23 of 23

1. I am a member of the bar of this Court. Upon careful examination of these matters, I believe there is a true need for an expedited hearing.

2. The necessity for this emergency hearing has not been caused by any lack of due diligence or intentional action or failure to act on my part or by my client, but has been brought about only by the circumstances of these cases.

3. Based upon the nature of the matters and the relief requested in the Motion, there is no *bona fide* effort that could possibly resolve these matters without a hearing.

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/ Henry P. (Toby) Long, III  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

ONE OF THE PROPOSED ATTORNEYS  
FOR DEBTORS AND DEBTORS IN  
POSSESSION



Case 15-33896-KRH Doc 33 Filed 08/03/15 Entered 08/03/15 13:51:30 Desc Main Document Page 1 of 7

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.

Debtors.

Chapter 11

Case No. 15-33896 (KRH)

(Joint Administration Requested)

**NOTICE OF CHAPTER 11 FILING AND OF HEARING ON FIRST DAY MOTIONS**

**PLEASE TAKE NOTICE THAT:**

1. On August 3, 2015, Alpha Natural Resources, Inc. and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of Virginia (the "Court").

2. Together with their petitions, the Debtors also filed and requested a prompt Court hearing (the "First Day Hearing") on certain first day motions (collectively, the "First Day Motions") identified on the proposed First Day Agenda attached hereto.

3. The Court has scheduled the First Day Hearing for **August 4, 2015, at 11:00 a.m.**, in Courtroom 5000 of the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division, 701 East Broad Street, 5th Floor, Richmond, Virginia 23219. The First Day Hearing may be adjourned from time to time without further notice other than an announcement at the First Day Hearing.

Case 15-33896-KRH Doc 33 Filed 08/03/15 Entered 08/03/15 13:51:30 Desc Main Document Page 2 of 7

4. A copy of each of the First Day Motions can be viewed on the Court's website <https://ecf.vaeh.uscourts.gov> or free of charge at <http://www.kccllc.net/alpharestructuring>.

**Your rights may be affected. You should read these papers carefully and discuss them with your attorney if you have one in these bankruptcy cases. (If you do not have one in these bankruptcy cases, you may wish to consult one.)**

If you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your view on the First Day Motions, you or your attorney must attend the First Day Hearing. **If you or your attorney do not attend the First Day Hearing, the Court may grant the relief requested in the First Day Motions.**

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/ J.R. Smith

Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Pagel (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

Case 15-33896-KRH Doc 33 Filed 08/03/15 Entered 08/03/15 13:51:30 Desc Main Document Page 3 of 7

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin P. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,  
Debtors.

Chapter 11

Case No. 15-33896 (KRH)

(Joint Administration Requested)

**PROPOSED FIRST DAY AGENDA**

Location of Hearing: Courtroom of the Honorable Kevin R. Huennkens, Courtroom  
5000 of the United States Bankruptcy Court for the Eastern District  
of Virginia, Richmond Division, 701 East Broad Street, 5th Floor,  
Richmond, Virginia 23219.

**I. Introduction**

**Introductory Presentation**

1. **"Pro Hac Vice Motions"** — Motion For Admission to Practice, *Pro Hac Vice*, Under Local Bankruptcy Rule 2090-1(F)(2) (Final Order);
2. **"First Day Declarations"**
  - a. Declaration of Kevin S. Crutchfield, Chief Executive Officer and Chairman of the Board of Directors of Debtor Alpha Natural Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession; and
  - b. Declaration of Philip J. Cavatoni, Executive Vice President & Chief Financial and Strategy Officer of Debtor Alpha Natural

Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession;

3. **"Joint Administration"** — Motion of the Debtors, Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, for an Order Directing the Joint Administration of their Chapter 11 Cases (Final Order);

## II. First Day Matters

### Procedural and Administrative Pleadings

4. **"Consolidated Lists"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 342 and 521(a) of the Bankruptcy Code, and Bankruptcy Rules 1007(a), 2002(a) and 2002(f) and Local Bankruptcy Rules 1007-1 and 2002-1 for an Order (A) Waiving the Requirement that Each Debtor Submit a Formatted Mailing Matrix, (B) Approving the Form and Manner of Notice of the Commencement of the Debtors' Chapter 11 Cases and (C) Authorizing the Filing of a Consolidated List of Top 50 Unsecured Creditors (Final Order);
5. **"Extension for Time to File Schedules"** — Motion of the Debtors for Entry of an Order, Pursuant to Sections 105 and 521 of the Bankruptcy Code, Bankruptcy Rules 1007, 2002, 2015.3 and 9006 and Local Bankruptcy Rule 1007-1 (I) Extending the Time Within Which They Must File Their (A) Schedules of Assets and Liabilities, (B) Schedules of Executory Contracts and Unexpired Leases, (C) Statements of Financial Affairs and (D) Rule 2015.3 Financial Reports; and (II) Waiving Requirement of Filing a List of Equity Security Holders and Providing Notice of Commencement to Equity Security Holders (Final Order);
6. **"Case Management"** — Motion of the Debtors for Entry of an Order Establishing Certain Notice, Case Management and Administrative Procedures (Final Order);
7. **"Claims and Noticing Agent"** — Application of the Debtors, Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 156(c) and Bankruptcy Rule 2002, for an Order Authorizing Retention and Employment of Kurtzman Carson Consultants, LLC as Claims, Ballot and Noticing Agent, *Nunc Pro Tunc* to the Petition Date (Final Order);
8. **"Automatic Stay"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105 of the Bankruptcy Code, for an Order (A) Confirming the Protections of Sections 362, 365 and 525 of the Bankruptcy Code and (B) Granting Certain Related Relief (Final Order);
9. **"Trading Motion"** — Motion of the Debtors Pursuant to Sections 105, 362 and 541 of the Bankruptcy Code, for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of

Equity Securities, (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates and (III) Granting Related Relief (Interim Order);

**Pleadings Regarding Employee Matters**

10. **"Employee Wages and Benefits"** — Motion of Debtors for Interim and Final Orders Authorizing Them to: (A) Pay Prepetition Employee Compensation and Business Expenses; (B) Pay and Honor Employee Medical and Other Benefits; (C) Make Employee Payroll Deductions and Pay Payroll Taxes; (D) Continue Employee Wage and Benefits Programs; and (E) Pay All Costs and Expenses Incident to Any of the Foregoing (Interim Order);

**Pleadings Regarding Business Operations of the Debtors**

11. **"Taxes"** — Motion of the Debtors, Pursuant to Sections 105(a), 363(b), 507(a) and 541 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Certain Prepetition Taxes (Interim Order);
12. **"Insurance"** — Motion of Debtors for Interim and Final Orders Authorizing the Debtors to (I) Maintain, Continue and Renew Their Property, Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements and (II) Honor All Obligations in Respect Thereof (Interim Order);
13. **"Surety Bonds"** — Motion of the Debtors, Pursuant to Sections 363 and 364 of the Bankruptcy Code, for Interim and Final Orders (A) Authorizing the Debtors to Maintain, Continue and Renew their Surety Bond Program and (B) Granting Certain Related Relief (Interim Order);
14. **"Utilities"** — Motion of the Debtors, Pursuant to Section 366 of the Bankruptcy Code, for Interim and Final Orders Establishing Adequate Assurance Procedures with Respect to Their Utility Providers (Interim Order);
15. **"Vendor Comfort"** — Motion of the Debtors for an Order, Pursuant to Sections 105(a), 363(c) and 503(b)(1)(A) of the Bankruptcy Code, Confirming the Administrative Expense Priority Status of the Debtors' Undisputed Obligations for the Postpetition Delivery of Goods and Provision of Services (Final Order);
16. **"Essential Suppliers"** — Motion of the Debtors, Pursuant to Section 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Essential Suppliers and Service Providers (Interim Order);

17. **"Lienholders"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Lien Claimants (Interim Order);
18. **"Customer Obligations"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Obligations to Their Customers (Interim Order);
19. **"Coal Sale Contracts"** — Motion of the Debtors for Interim and Final Orders (A) Authorizing the Debtors to Enter Into and Perform Under Coal Sale Contracts and (B) Granting Certain Related Relief (Interim Order);
20. **"503(b)(9) Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a) and 503 of the Bankruptcy Code and Bankruptcy Rules 3002 and 3003, for an Order Establishing Procedures to Resolve Claims Arising Under Section 503(b)(9) of the Bankruptcy Code (Final Order);
21. **"Reclamation Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a), 362 and 546(c) of the Bankruptcy Code and Bankruptcy Rule 9019(b), for an Order Establishing Procedures for Resolving Reclamation Claims Asserted Against the Debtors (Final Order);

#### **Cash Management and Financing Motions**

22. **"Cash Management"** — Motion of the Debtors, Pursuant to Sections 345, 363(c)(1), 364 and 503(b)(1) of the Bankruptcy Code and Bankruptcy Rules 6003(b) and 6004(h), for Interim and Final Orders: (A) Approving the Continued Use of the Debtors' Cash Management System, Bank Accounts and Business Forms; (B) Granting an Interim Waiver of the Requirements of Section 345(b) and Certain of the U.S. Trustee's Operating Guidelines; (C) Permitting Continued Intercompany Transactions; and (D) Preserving and Permitting the Exercise of Intercompany Setoff Rights; and (E) Authorizing Banks to Honor Certain Transfers and Charge Certain Fees and Other Amounts (Interim Order).
23. **"Motion to Seal"** — Motion of the Debtors Pursuant to Sections 105 and 107 of the Bankruptcy Code and Bankruptcy Rule 9018, to File Under Seal Exhibit F to the Debtors' Motion to Obtain Postpetition Financing (Final Order); and
24. **"DIP Motion"** — Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Pre-Petition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, 364 and 507(b) and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) (Interim Order);

Case 15-33896-KRH Doc 33 Filed 08/03/15 Entered 08/03/15 13:51:30 Desc Main Document Page 7 of 7

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/

Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

Case 15-33896-KRH Doc 34 Filed 08/03/15 Entered 08/03/15 13:55:23 Desc Main Document Page 1 of 5

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)

*Proposed Attorneys for Debtors  
and Debtors in Possession*

HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Toby) Long, III (VSB No. 75134)  
Justin F. Paget (VSB No. 77949)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,  
Debtors.

Chapter 11

Case No. 15-33896 (KRH)

(Joint Administration Requested)

**PROPOSED FIRST DAY AGENDA**

Location of Hearing: Courtroom of the Honorable Kevin R. Huennekens, Courtroom  
5000 of the United States Bankruptcy Court for the Eastern District  
of Virginia, Richmond Division, 701 East Broad Street, 5th Floor,  
Richmond, Virginia 23219.

**I. Introduction**

**Introductory Presentation**

1. "Pro Hac Vice Motions" — Motion For Admission to Practice, *Pro Hac Vice*, Under Local Bankruptcy Rule 2090-1(F)(2) (Final Order);
2. "First Day Declarations"
  - a. Declaration of Kevin S. Crutchfield, Chief Executive Officer and Chairman of the Board of Directors of Debtor Alpha Natural Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession; and
  - b. Declaration of Philip J. Cavatoni, Executive Vice President & Chief Financial and Strategy Officer of Debtor Alpha Natural



Resources, Inc., in Support of First Day Pleadings of Debtors and Debtors in Possession;

3. **"Joint Administration"** — Motion of the Debtors, Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, for an Order Directing the Joint Administration of their Chapter 11 Cases (Final Order);

## II. First Day Matters

### Procedural and Administrative Pleadings

4. **"Consolidated Lists"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 342 and 521(a) of the Bankruptcy Code, and Bankruptcy Rules 1007(a), 2002(a) and 2002(f) and Local Bankruptcy Rules 1007-1 and 2002-1 for an Order (A) Waiving the Requirement that Each Debtor Submit a Formatted Mailing Matrix, (B) Approving the Form and Manner of Notice of the Commencement of the Debtors' Chapter 11 Cases and (C) Authorizing the Filing of a Consolidated List of Top 50 Unsecured Creditors (Final Order);
5. **"Extension for Time to File Schedules"** — Motion of the Debtors for Entry of an Order, Pursuant to Sections 105 and 521 of the Bankruptcy Code, Bankruptcy Rules 1007, 2002, 2015.3 and 9006 and Local Bankruptcy Rule 1007-1 (I) Extending the Time Within Which They Must File Their (A) Schedules of Assets and Liabilities, (B) Schedules of Executory Contracts and Unexpired Leases, (C) Statements of Financial Affairs and (D) Rule 2015.3 Financial Reports; and (II) Waiving Requirement of Filing a List of Equity Security Holders and Providing Notice of Commencement to Equity Security Holders (Final Order);
6. **"Case Management"** — Motion of the Debtors for Entry of an Order Establishing Certain Notice, Case Management and Administrative Procedures (Final Order);
7. **"Claims and Noticing Agent"** — Application of the Debtors, Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 156(c) and Bankruptcy Rule 2002, for an Order Authorizing Retention and Employment of Kurtzman Carson Consultants, LLC as Claims, Ballot and Noticing Agent, *Nunc Pro Tunc* to the Petition Date (Final Order);
8. **"Automatic Stay"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105 of the Bankruptcy Code, for an Order (A) Confirming the Protections of Sections 362, 365 and 525 of the Bankruptcy Code and (B) Granting Certain Related Relief (Final Order);
9. **"Trading Motion"** — Motion of the Debtors Pursuant to Sections 105, 362 and 541 of the Bankruptcy Code, for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of

Equity Securities, (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates and (III) Granting Related Relief (Interim Order);

**Pleadings Regarding Employee Matters**

10. **"Employee Wages and Benefits"** — Motion of Debtors for Interim and Final Orders Authorizing Them to: (A) Pay Prepetition Employee Compensation and Business Expenses; (B) Pay and Honor Employee Medical and Other Benefits; (C) Make Employee Payroll Deductions and Pay Payroll Taxes; (D) Continue Employee Wage and Benefits Programs; and (E) Pay All Costs and Expenses Incident to Any of the Foregoing (Interim Order);

**Pleadings Regarding Business Operations of the Debtors**

11. **"Taxes"** — Motion of the Debtors, Pursuant to Sections 105(a), 363(b), 507(a) and 541 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Certain Prepetition Taxes (Interim Order);
12. **"Insurance"** — Motion of Debtors for Interim and Final Orders Authorizing the Debtors to (I) Maintain, Continue and Renew Their Property, Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements and (II) Honor All Obligations in Respect Thereof (Interim Order);
13. **"Surety Bonds"** — Motion of the Debtors, Pursuant to Sections 363 and 364 of the Bankruptcy Code, for Interim and Final Orders (A) Authorizing the Debtors to Maintain, Continue and Renew their Surety Bond Program and (B) Granting Certain Related Relief (Interim Order);
14. **"Utilities"** — Motion of the Debtors, Pursuant to Section 366 of the Bankruptcy Code, for Interim and Final Orders Establishing Adequate Assurance Procedures with Respect to Their Utility Providers (Interim Order);
15. **"Vendor Comfort"** — Motion of the Debtors for an Order, Pursuant to Sections 105(a), 363(c) and 503(b)(1)(A) of the Bankruptcy Code, Confirming the Administrative Expense Priority Status of the Debtors' Undisputed Obligations for the Postpetition Delivery of Goods and Provision of Services (Final Order);
16. **"Essential Suppliers"** — Motion of the Debtors, Pursuant to Section 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Essential Suppliers and Service Providers (Interim Order);

17. **"Lienholders"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Lien Claimants (Interim Order);
18. **"Customer Obligations"** — Motion of the Debtors, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Obligations to Their Customers (Interim Order);
19. **"Coal Sale Contracts"** — Motion of the Debtors for Interim and Final Orders (A) Authorizing the Debtors to Enter Into and Perform Under Coal Sale Contracts and (B) Granting Certain Related Relief (Interim Order);
20. **"503(b)(9) Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a) and 503 of the Bankruptcy Code and Bankruptcy Rules 3002 and 3003, for an Order Establishing Procedures to Resolve Claims Arising Under Section 503(b)(9) of the Bankruptcy Code (Final Order);
21. **"Reclamation Procedures"** — Motion of the Debtors, Pursuant to Sections 105(a), 362 and 546(c) of the Bankruptcy Code and Bankruptcy Rule 9019(b), for an Order Establishing Procedures for Resolving Reclamation Claims Asserted Against the Debtors (Final Order);

#### **Cash Management and Financing Motions**

22. **"Cash Management"** — Motion of the Debtors, Pursuant to Sections 345, 363(c)(1), 364 and 503(b)(1) of the Bankruptcy Code and Bankruptcy Rules 6003(b) and 6004(h), for Interim and Final Orders: (A) Approving the Continued Use of the Debtors' Cash Management System, Bank Accounts and Business Forms; (B) Granting an Interim Waiver of the Requirements of Section 345(b) and Certain of the U.S. Trustee's Operating Guidelines; (C) Permitting Continued Intercompany Transactions; and (D) Preserving and Permitting the Exercise of Intercompany Setoff Rights; and (E) Authorizing Banks to Honor Certain Transfers and Charge Certain Fees and Other Amounts (Interim Order).
23. **"Motion to Seal"** — Motion of the Debtors Pursuant to Sections 105 and 107 of the Bankruptcy Code and Bankruptcy Rule 9018, to File Under Seal Exhibit F to the Debtors' Motion to Obtain Postpetition Financing (Final Order); and
24. **"DIP Motion"** — Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Pre-Petition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, 364 and 507(b) and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) (Interim Order);

Case 15-33896-KRH Doc 34 Filed 08/03/15 Entered 08/03/15 13:55:23 Desc Main Document Page 5 of 5

Dated: August 3, 2015  
Richmond, Virginia

Respectfully submitted,

/s/ Justin F. Pagel

Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
Henry P. (Tohy) Long, III (VSB No. 75134)  
Justin F. Pagel (VSB No. 77949)  
HUNTON & WILLIAMS LLP  
Riverfront Plaza, East Tower  
951 East Byrd Street  
Richmond, Virginia 23219  
Telephone: (804) 788-8200  
Facsimile: (804) 788-8218

David G. Heiman (*pro hac vice* pending)  
Carl E. Black (*pro hac vice* pending)  
Thomas A. Wilson (*pro hac vice* pending)  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212

PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

\*\*\*\*\*  
\*\*\* FAX RX REPORT \*\*\*  
\*\*\*\*\*

RECEPTION OK

JOB NO.	5179
DESTINATION ADDRESS	UNKNOWN
SUBADDRESS	
DESTINATION ID	
ST. TIME	08/03 18:30
TX/RX TIME	08' 22
PGS.	36
RESULT	OK